UNITED STATES DISTRICT COURT FOR THE DISTRICT OF MASSACHUSETTS

GUSTAVO BRUCKNER, Derivatively on Behalf of the MFS CAPITAL OPPORTUNITIES FUND, THE MASSACHUSETTS INVESTOR TRUST and the "MFS FUNDS,"

Plaintiff,

VS.

MASSACHUSETTS FINANCIAL SERVICES COMPANY; SUN LIFE FINANCIAL INC.; JOHN W. BALLEN; JEFFREY L. SHAMES; KEVIN R. PARKE; LAWRENCE H. COHN; WILLIAM R. GUTOW; J. ATWOOD IVES; ABBY M. O'NEILL; LAWRENCE T. PERERA; WILLIAM J. POORVU; J. DALE SHERRATT; ELAINE R. SMITH; WARD SMITH; JOHN DOES 1-50; JOHN DOES 51-100; MFS CAPITAL OPPORTUNITIES FUND; MASSACHUSETTS INVESTOR TRUST; "MFS FUNDS."

Defendant.

Related Actions:

1:03ev12500 (WGY)

1:03cv12515 (MEL)

1:03ev12536 (WGY)

1:03cv12545 (WGY)

1:03cv12570 (WGY)

1:03cv12595 (MEL)

1:03cv12622 (WGY)

1:04cv10009 (RGS) 1:04cv10010 (MES)

[Caption continues on next page]

MOTION OF THE MFS FUNDS LEAD PLAINTIFF MOVANTS FOR CONSOLIDATION, APPOINTMENT AS LEAD PLAINTIFF, APPOINTMENT OF STEERING COMMITTEE, AND APPROVAL OF SELECTION OF LEAD COUNSEL, COORDINATING COUNSEL, AND LIAISON COUNSEL

OLIVER S. TRONE, Individually and On Behalf of : All Others Similarly Situated, :

Plaintiff,

VS.

MFS CAPITAL OPPORTUNITIES FUND; MFS CORE GROWTH FUND; MFS EMERGING GROWTH FUND; MFS GROWTH OPPORTUNITIES FUND; MFS LARGE CAP GROWTH FUND; MFS MANAGED SECTORS FUND; MFS MID CAP GROWTH FUND; MFS NEW DISCOVERY FUND; MFS NEW ENDEAVOR FUND; MFS RESEARCH FUND; MFS STRATEGIC GROWTH FUND; MFS TECHNOLOGY FUND, MASSACHUSETTS INVESTORS GROWTH STOCK; MFS MID CAP VALUE FUND: MFS RESEARCH GROWTH AND INCOME FUND; MFS STRATEGIC VALUE FUND; MFS TOTAL RETURN FUND; MFS UNION STANDARD EQUITY FUND; MFS UTILITIES FUND; MFS VALUE FUND; MASSACHUSETTS INVESTORS TRUST; MFS AGGRESSIVE GROWTH ALLOCATION FUND; MFS CONSERVATIVE ALLOCATION FUND; MFS GROWTH ALLOCATION FUND; MFS MODERATE ALLOCATION FUND; MFS BOND FUND; MFS EMERGING MARKETS DEBT FUND, MFS GOVERNMENT LIMITED MATURITY FUND; MFS GOVERNMENT MORTGAGE FUND; MFS GOVERNMENT SECURITIES FUND; MFS HIGH INCOME FUND; MFS HIGH YIELD OPPORTUNITIES FUND; MFS INTERMEDIATE INVESTMENT GRADE BOND FUND; MFS LIMITED MATURITY FUND; MFS RESEARCH BOND FUND; MFS STRATEGIC INCOME FUND; MFS ALABAMA MUNICIPAL BOND FUND; MFS ARKANSAS MUNICIPAL BOND FUND; MFS CALIFORNIA MUNICIPAL BOND FUND; MFS FLORIDA MUNICIPAL BOND FUND;

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Civil Action No.: 1:03cv12514 (WGY)

MFS GEORGIA MUNICIPAL BOND FUND; MFS MARYLAND MUNICIPAL BOND FUND; MFS MASSACHUSETTS MUNICIPAL BOND FUND; MFS MISSISSIPPI MUNICIPAL BOND FUND: MFS MUNICIPAL BOND FUND; MFS MUNICIPAL LIMITED MATURITY FUND; MFS NEW YORK MUNICIPAL BOND FUND; MFS NORTH CAROLINA MUNICIPAL BOND FUND; MFS PENNSYLVANIA MUNICIPAL BOND FUND; MFS SOUTH CAROLINA MUNICIPAL BOND FUND; MFS TENNESSEE MUNICIPAL BOND FUND; MFS VIRGINIA MUNICIPAL BOND FUND: MFS WEST VIRGINIA MUNICIPAL BOND FUND; MFS EMERGING MARKETS EQUITY FUND; MFS GLOBAL EQUITY FUND; MFS GLOBAL GROWTH FUND; MFS GLOBAL TOTAL RETURN FUND; MFS INTERNATIONAL GROWTH FUND; MFS INTERNATIONAL NEW DISCOVERY FUND: MFS INTERNATIONAL VALUE FUND; MFS RESEARCH INTERNATIONAL FUND: MFS CASH RESERVE FUND; MFS GOVERNMENT MONEY MARKET FUND; MFS MONEY MARKET FUND (collectively known as "MFS FUNDS"); MFS MUNICIPAL SERIES TRUST; MFS SERIES TRUST I; MFS SERIES TRUST II; MFS SERIES TRUST III; MFS SERIES TRUST IV; MFS SERIES TRUST V; MFS SERIES TRUST VI; MFS SERIES TRUST VII; MFS SERIES TRUST VIII; MFS SERIES TRUST IX; MFS SERIES TRUST X: AND MFS SERIES TRUST XI (collectively known as the "MFS FUNDS REGISTRANTS"); SUN LIFE FINANCIAL INC.; MASSACHUSETTS FINANCIAL SERVICES COMPANY (d/b/a "MFS INVESTMENT MANAGEMENT"); and JOHN DOES 1-100,

Defendants.

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TO: ALL PARTIES AND THEIR COUNSEL OF RECORD

PLEASE TAKE NOTICE that the MFS Funds Lead Plaintiff Movants (as defined by the accompanying memorandum of law), by its counsel, hereby move this Court for an Order (attached hereto as Exhibit A); (i) consolidating the above-captioned actions (the "Massachusetts Actions"); (ii) appointing the MFS Funds Lead Plaintiff Movants as Lead Plaintiff pursuant to the Private Securities Litigation Reform Act of 1995 (the "PSLRA") with respect to all claims brought under the Securities Exchange Act of 1934 and the Securities Act of 1933 (collectively, the "Massachusetts PSLRA Claims"); (iii) approving the MFS Funds Lead Plaintiff Movants' designation of a steering committee comprised of class members Lauren Taylor, as trustee of the French & Associates 401(K) Profit Sharing Plan, Curt Conklin, Oliver S. Trone, individually, and as trustee of the Trone Advertising Inc. 401(K) Plan, and Aureliano Vignati to represent the MFS Funds Lead Plaintiff Movants as Lead Plaintiff; (iv) approving the MFS Funds Lead Plaintiff Movants' selection of Milberg Weiss Bershad Hynes & Lerach LLP, pursuant to the PSLRA, as Lead Counsel of the Massachusetts PSLRA Claims, and as Coordinating Counsel with respect to the Massachusetts PSLRA Claims and all other claims asserted in the abovecaptioned actions (the "Non-PSLRA Claims") (collectively, with the PSLRA Claims, the "Massachusetts Claims"); and (v) approving the MFS Funds Lead Plaintiff Movants' selection of Moulton & Gans, P.C. as Liaison Counsel for the Class. In support of this Motion, Movants submit herewith a Memorandum of Law, a Declaration, and a [Proposed] Order.

DATED: February 9, 2004

CERTIFICATE OF SERVICE thereby certify that a true copy of the above document was

satisfied the attorney of record for each party

by mail (by hand) on

Respectfully submitted,

MOULTON & GANS, P.C.

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